

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/28/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Des Champs Laboratories Incorporated		09/27/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Entrodyne Corporation
Street Address:	Route 130
City:	Natural Bridge Station
State/Country:	VIRGINIA
Postal Code:	24579
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	2555045	THERMO-T
Registration Number:	1798608	WRINGER PLUS

CORRESPONDENCE DATA

Fax Number: (212)218-2200
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: prazzano@fchs.com
 Correspondent Name: Pasquale A. Razzano
 Address Line 1: 30 Rockefeller Plaza
 Address Line 2: 38th Floor
 Address Line 4: New York, NEW YORK 10112-3800

ATTORNEY DOCKET NUMBER:	01464.008016
NAME OF SUBMITTER:	Pasquale A. Razzano

CH \$65.00 2555045

Signature:	/P. A. Razzano/
Date:	10/02/2008
Total Attachments: 8 source=Cert of Merger Des Champs into Entrodyne#page1.tif source=Cert of Merger Des Champs into Entrodyne#page2.tif source=Cert of Merger Des Champs into Entrodyne#page3.tif source=Cert of Merger Des Champs into Entrodyne#page4.tif source=Cert of Merger Des Champs into Entrodyne#page5.tif source=Cert of Merger Des Champs into Entrodyne#page6.tif source=Cert of Merger Des Champs into Entrodyne#page7.tif source=Cert of Merger Des Champs into Entrodyne#page8.tif	

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"DES CHAMPS LABORATORIES INCORPORATED", A DELAWARE CORPORATION,

WITH AND INTO "ENTRODYNE CORPORATION" UNDER THE NAME OF "ENTRODYNE CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF DECEMBER, A.D. 2007, AT 5:22 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2007, AT 11:58 O'CLOCK P.M.

2810180 8100M

080421809

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6525470

DATE: 04-15-08

TRADEMARK
REEL: 003863 FRAME: 0578

CERTIFICATE OF OWNERSHIP

MERGING

DES CHAMPS LABORATORIES INCORPORATED, a Delaware Corporation

INTO

ENTRODYNE CORPORATION, a Delaware Corporation

(Subsidiary into parent pursuant to Section 253 of the General Corporation Law
of Delaware)

Entrodyne Corporation (the "**Corporation**"), a corporation incorporated on the 27th day of October, 1997, pursuant to the provisions of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Corporation owns 100% of the capital stock of Des Champs Laboratories Incorporated ("**Des Champs**"), a corporation incorporated on the 27th day of October, 1997, pursuant to the provisions of the General Corporation Law of the State of Delaware, and that the Corporation, by a resolution of its Board of Directors duly adopted by unanimous written consent on the 28th day of September, 2007, determined to and did merge Des Champs with and into the Corporation (with the Corporation being the surviving corporation), effective December 31, 2007 at 11:58 p.m., which consent is attached hereto as Exhibit A.

SECOND: That anything herein or elsewhere to the contrary notwithstanding, this merger may be amended or terminated and abandoned by the Board of Directors of Entrodyne Corporation at any time prior to the time that this merger filed with the Secretary of State becomes effective.

IN WITNESS WHEREOF, said parent Corporation has caused its corporate seal to be affixed and this Certificate to be signed by an authorized officer this 28th day of SEPT., 2007.

[Signature page follows]

ENTRODYNE CORPORATION,
a Delaware corporation

By: 

Name: Dan T. Deisgen

Title: Director / Secretary

DES CHAMPS LABORATORIES INCORPORATED,
a Delaware corporation

By: 

Name: Dan T. Deisgen

Title: Vice President / Director

ENTRODYNE CORPORATION
a Delaware corporation

UNANIMOUS WRITTEN CONSENT OF DIRECTORS

September 28, 2007

The undersigned, being all of the Directors of Entrodyne Corporation, a Delaware corporation (the "*Corporation*"), do hereby consent to the adoption of the following resolutions:

MERGER

RESOLVED, that the form, terms, and provisions of that certain Agreement and Plan of Merger, attached hereto as Exhibit A, by and between the Corporation and Des Champs Laboratories Incorporated, a Delaware corporation ("*Des Champs*"), providing for the merger of Des Champs with and into the Corporation (the "*Merger*"), is hereby approved in all respects; and

FURTHER RESOLVED, that the Corporation's officers be, and each of them acting alone hereby is, authorized by and on the Corporation's behalf to make, execute and deliver such other related agreements, certificates, instruments or documents as such officer or officers acting on behalf of the Corporation may approve, with the execution of the Merger Agreement and any such further amendments, agreements, certificates, instruments or documents by such officer or officers to be conclusive evidence of such approval; and

FURTHER RESOLVED, the Corporation's officers be, and each of them hereby is, authorized and directed to take such actions and to do all things which said officer or officers may deem necessary or appropriate to accomplish the Merger.

[Signature Pages to Follow]

D-1558838.1

IN WITNESS WHEREOF, the undersigned have executed this Unanimous
Written Consent of Directors effective as of the date first written above.

DIRECTORS:



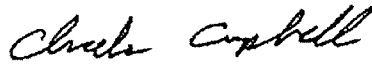
Don T. Driscoll



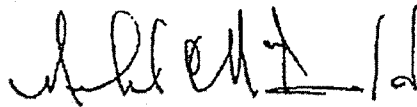
NICHOLAS H. DES CHAMPS



SEAN OLDS



CHARLES CAMPBELL



MIKE McDONALD

AGREEMENT AND PLAN OF MERGER

of

DES CHAMPS LABORATORIES INCORPORATED, a Delaware corporation,

with and into

ENTRODYNE CORPORATION, a Delaware corporation

This Agreement and Plan of Merger (the "*Agreement*") is made and entered into by and between Des Champs Laboratories Incorporated, a Delaware corporation ("*Des Champs*") and Entrodyne Corporation, a Delaware corporation ("*Entrodyne*").

RECITALS

WHEREAS, Des Champs is a corporation organized and existing under the laws of the State of Delaware;

WHEREAS, Entrodyne is a corporation organized and existing under the laws of the State of Delaware;

WHEREAS, Entrodyne owns 100% of the capital stock of Des Champs;

WHEREAS, the board of directors of Entrodyne has approved the business combination transaction provided for herein in which Des Champs will merge with and into Entrodyne (the "*Merger*"), on the terms and subject to the conditions set forth in this Agreement.

AGREEMENT

NOW THEREFORE, in consideration of the premises and of the agreements, covenants and provisions hereinafter contained, Des Champs and Entrodyne have agreed and do hereby agree, as follows:

ARTICLE I

Plan of Reorganization

Des Champs shall be merged with and into Entrodyne, in accordance with applicable provisions of the laws of the State of Delaware, with Entrodyne surviving such Merger as the surviving corporation.

ARTICLE II

Effective Time

The Merger will become effective on December 31, 2007 at 11:58 p.m. (the "*Effective Time*"). From and after the Effective Time, the separate corporate existence of Des Champs shall cease, and Entrodyne shall continue as the surviving corporation and shall be governed by the laws of the State of Delaware and shall succeed to and assume all rights and obligations of Des Champs in accordance with the General Corporation Law of Delaware. The name of the surviving corporation shall be "Entrodyne Corporation."

ARTICLE III
Manner and Basis of Converting Shares

No shares will be issued in connection with the Merger, and all existing shares of Des Champs will be canceled as of the Effective Time, and no capital stock of Entrodyne or other consideration shall be delivered in exchanges therefor.

ARTICLE IV
Certificate of Incorporation

At the Effective Time, the Articles of Incorporation of the surviving corporation shall be the Articles of Incorporation of Entrodyne, and no amendments or changes to the Articles of Incorporation of Entrodyne are desired to be effected by the Merger.

ARTICLE V
Bylaws

At the Effective Time, the Bylaws of the surviving corporation shall be the Bylaws of Entrodyne, and no amendments or changes to the Bylaws of Entrodyne are desired to be effected by the Merger.

ARTICLE VI
Directors

At the Effective Time, the directors of the surviving corporation shall be the directors of Entrodyne in office at such time, and such persons shall hold office in accordance with the Articles of Incorporation and Bylaws of Entrodyne or until their respective successors shall have been appointed or elected.


ARTICLE VII
Officers

At the Effective Time, the officers of the surviving corporation shall be the officers of Entrodyne in office at such time, and such persons shall hold office in accordance with the Bylaws of Entrodyne or until their respective successors shall have been appointed or elected.

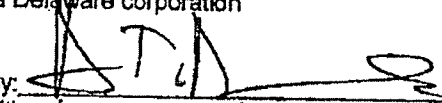
[Signature Page to Follow]

IN WITNESS WHEREOF, the parties hereto have caused the Agreement and Plan of Merger to be executed by the undersigned officers, as of the 28 day of SEPT., 2007.

ENTRODYNE CORPORATION,
a Delaware corporation

By: 
Title: SECRETARY

DES CHAMPS INCORPORATED,
a Delaware corporation

By: 
Title: VICE PRESIDENT / DIRECTOR